

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED  
Apr 02 1997 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1997 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # S25301 (0)  
1. Corporation Name  
FLORELCO HOLDINGS, INC.



|                                                                              |                                                                       |
|------------------------------------------------------------------------------|-----------------------------------------------------------------------|
| Principal Place of Business<br>2020 NE 163 ST<br>SUITE 300<br>MIAMI FL 33162 | Mailing Address<br>2020 NE 163 ST<br>SUITE 300<br>MIAMI FL 33162-4970 |
|------------------------------------------------------------------------------|-----------------------------------------------------------------------|

|                                |                        |                                                                                                                                                                |                                       |
|--------------------------------|------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------|
| 2. Principal Place of Business | 2a. Mailing Address    | 3. Date Incorporated or Qualified<br>01/16/1991                                                                                                                | 3a. Date of Last Report<br>06/19/1996 |
| 21 Suite, Apt. #, etc.         | 26 Suite, Apt. #, etc. | 4. FEI Number<br>98-0115235                                                                                                                                    | Applied For<br>Not Applicable         |
| 22 City & State                | 27 City & State        | 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                      | \$8.75 Additional<br>Fee Required     |
| 23 Zip                         | 28 Zip                 | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                                             | \$5.00 May Be<br>Added to Fees        |
| 24 Country                     | 29 Country             | 8. This corporation has liability for intangible tax under s. 199.032,<br>Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                       |

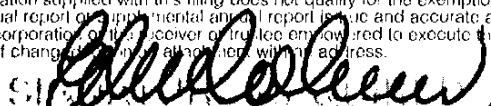
|                                                                                                                                            |                                                                                                                                                  |
|--------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|
| 9. Name and Address of Current Registered Agent<br>FRIEDMAN, KENNETH A.<br>2020 N.E. 163 STREET<br>SUITE 300<br>NORTH MIAMI BEACH FL 33162 | 10. Name and Address of New Registered Agent<br>81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City FL 85 Zip Code |
|--------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_  
Signature, typed or printed name of registered agent and fee if applicable (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

|                            |                         |                                                       |                                                                   |
|----------------------------|-------------------------|-------------------------------------------------------|-------------------------------------------------------------------|
| 12. OFFICERS AND DIRECTORS |                         | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                   |
| TITLE                      | DP                      | 1.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | COHEN E. LAWRENCE       | 1.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 2020 NE 163 ST, STE 300 | 1.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | N. MIAMI BEACH FL       | 1.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | DV                      | 2.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | ORTENBERG, EDWARD       | 2.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 202 NE 163 ST. STE 300  | 2.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | N. MIAMI BEACH FL       | 2.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | DST                     | 3.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | COHEN, MITCHELL         | 3.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 2020 NE 163 ST. #300    | 3.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | N. MIAMI BEACH FL       | 3.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                         | 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                         | 4.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                         | 4.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                         | 4.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                         | 5.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                         | 5.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                         | 5.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                         | 5.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                         | 6.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                         | 6.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                         | 6.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                         | 6.4 CITY-ST-ZIP                                       |                                                                   |

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation, or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed from the previous filing.

SIGNATURE:  E. COHEN 3/18/97 5/14 382-7131

CR2E034 (9/96)